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Hearing Date: 6/5/2008 at 10:00 a.m.

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UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

In re: : Chapter 11
: Case No. 05-44481 [RDD]
DELPHI CORPORATION, *et al.*, : Jointly Administered
Debtors. :
:

**FIFTH NOTICE OF ADJOURNMENT OF SUFFICIENCY HEARING WITH
RESPECT TO DEBTORS' OBJECTION TO PROOF OF CLAIM NO. 1854
(VISTEON CORPORATION)**

PLEASE TAKE NOTICE that on July 15, 2007, Delphi Corporation and certain of its subsidiaries and affiliates, debtors and debtors-in-possession in the above-captioned cases (collectively, the "Debtors"), objected to proof of claim number 1854 (the "Proof of Claim") filed by Visteon Corporation (the "Claimant") pursuant to the Debtors' Sixteenth Omnibus Objection (Procedural) Pursuant To 11 U.S.C. Section 502(B) and Fed. R. Bankr. P. 3007 To Certain (A) Duplicate Or Amended Claims And (B) Protective Claims (Docket No. 8271) (the "Objection").

PLEASE TAKE FURTHER NOTICE that on January 31, 2008, the Debtors filed the Notice Of Sufficiency Hearing With Respect To Debtors' Objection To Proof of Claim Numbers 1854 (Docket No. 12440) scheduling a sufficiency hearing (the

"Sufficiency Hearing") for the purpose of addressing the legal sufficiency of the Proof of Claim and whether the Proof of Claim states a colorable claim against the asserted Debtor on February 29, 2008, at 10:00 a.m. (prevailing Eastern time).

PLEASE TAKE FURTHER NOTICE that on February 14, 2008, the Debtors filed the Notice of Adjournment of Notice of Claims Objection Hearing With Respect to Debtors' Objection to Proof of Claim No. 1854 (Docket No. 12654), adjourning the Claims Objection Hearing until March 11, 2008.

PLEASE TAKE FURTHER NOTICE that on March 10, 2008, the Debtors filed the Second Notice of Adjournment of Notice of Claims Objection Hearing With Respect to Debtors' Objection to Proof of Claim No. 1854 (Docket No. 13064), adjourning the Claims Objection Hearing until April 4, 2008.

PLEASE TAKE FURTHER NOTICE that on March 24, 2008, the Debtors filed the Third Notice of Adjournment of Notice of Claims Objection Hearing With Respect to Debtors' Objection to Proof of Claim No. 1854 (Docket No. 13220), adjourning the Claims Objection Hearing until April 18, 2008.

PLEASE TAKE FURTHER NOTICE that on April 11, 2008, the Debtors filed the Fourth Notice of Adjournment of Notice of Claims Objection Hearing With Respect to Debtors' Objection to Proof of Claim No. 1854 (Docket No. 13392), adjourning the Claims Objection Hearing until May 8, 2008.

PLEASE TAKE FURTHER NOTICE that pursuant to Paragraph 9(a)(ii) of the Order Pursuant To 11 U.S.C. § 502(b) And Fed. R. Bankr. P. 2002(m), 3007, 7016, 7026, 9006, 9007, And 9014 Establishing (i) Dates For Hearings Regarding Objections To Claims And (ii) Certain Notices And Procedures Governing Objections To Claims,

entered December 7, 2006 (Docket No. 6089) (the "Order"), the Sufficiency Hearing is hereby further adjourned to **June 5, 2008 at 10:00 a.m. (prevailing Eastern time)**.

PLEASE TAKE FURTHER NOTICE that the Sufficiency Hearing will proceed in accordance with the procedures provided in the Order, unless such procedures are modified in accordance with Paragraph 9(k) thereof. All provisions and deadlines set forth in the Order shall remain in full force and effect. Those deadlines calculated based on the hearing date shall be calculated based on the May 8, 2008 hearing date. Please review the Order carefully – failure to comply with the procedures provided in the Order (or as modified pursuant to Paragraph 9(k)) could result in the disallowance and expungement of the Proof of Claim.

PLEASE TAKE FURTHER NOTICE that the Debtors may further adjourn the Sufficiency Hearing at any time at least five business days prior to the scheduled hearing upon notice to the Court and the Claimant.

Dated: New York, New York
May 1, 2008

DELPHI CORPORATION, *et al.*
By their attorneys,
TOGUT, SEGAL & SEGAL LLP
By:

/s/ Neil Berger
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